

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR
PROTECTION CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

Adv. Pro. No. 08-01789 (SMB)

SIPA LIQUIDATION

(Substantively Consolidated)

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Liquidation
of Bernard L. Madoff Investment Securities LLC,
and Bernard L. Madoff,

Plaintiff,

v.

SOMERS DUBLIN DESIGNATED ACTIVITY
COMPANY, et al.,

Defendants.

Adv. Pro. No. 11-02784 (SMB)

**APPELLEES' COUNTER-DESIGNATION OF ITEMS
TO BE INCLUDED IN THE RECORD ON APPEAL**

Appellees Somers Dublin Designated Activity Company and Somers Nominees (Far East) Limited (collectively, the "Defendants"), by and through their undersigned counsel, respectfully submit, pursuant to Rule 8009 of the Federal Rules of Bankruptcy Procedure and Rule 8009-1 of the Local Bankruptcy Rules for the Southern District of New York, their counter-designation of items to be included in the record on appeal with respect to the appeal by Irving H.

Picard (the “Trustee”), as trustee of the substantively consolidated estate of Bernard L. Madoff Investment Securities LLC under the Securities Investor Protection Act (“SIPA”), 15 U.S.C. §§ 78aaa, et seq., and Bernard L. Madoff, individually, in the above captioned adversary proceeding (the “Adversary Proceeding”) of the Stipulated Final Order Granting Motion to Dismiss Complaint (the “Final Judgment”) before the United States Court of Appeals for the Second Circuit.

**COUNTER-DESIGNATION OF ITEMS TO BE
INCLUDED IN THE RECORD ON APPEAL**¹

1. All items designated or to be designated by any other appellant, cross-appellant, appellee, or cross-appellee to any of the appeals or cross-appeals from the Final Judgment, including, without limitation, the items designated in the Designation by Appellants of Items to Be Included in the Record on Appeal (ECF Nos. 107, 109)²;

2. The Certification of Direct Appeal to Court of Appeals (ECF. No. 111); and

3. Letter on Behalf of the Subsequent Transferee Defendants in Response to Mr. Sheehan’s Letter dated April 7, 2016 (Secs. Inv. Protection Corp. v. Bernard L. Madoff Inv. Secs., LLC, Adv. Pro. No. 08-01789 (SMB), ECF No. 13070).

RESERVATION OF RIGHTS

The Defendants expressly reserve the right to supplement the record on appeal or cross-appeal and to adopt the designation of any items designated or counter-designated by any other appellant, cross-appellant, appellee, or cross-appellee to any of the appeals or cross-appeals from the Final Judgment.

¹ Items designated include all exhibits and submissions attached thereto and, as to hearing transcripts, any and all documents admitted into evidence.

² Unless otherwise specified, citations to (ECF No. ____) refer to docket entries from Picard v. Somers Dublin Designated Activity Company, Adv. Pro. No. 11-02784 (SMB) (Bankr. S.D.N.Y.).

Dated: April 11, 2017
New York, New York

Respectfully submitted,

By: /s/ Thomas J. Moloney

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Company and Somers Nominees (Far East) Limited*